

## Custodial Services



### Annual Schedule of Fees for the City of Marietta General Employees

Retirement Services  
Effective 09-10-2008

<b>Market Value Fees:</b>	<b>For Accounts with More Than \$50 Million in Custody</b>
First \$75 Million	.03%
Next \$75 Million	.02%
Over \$150 Million	.01%

(Assets managed by SunTrust will be discounted to the custody for investment management schedule (CUW). CUW will be combined with non-management assets for the above tiers.)

\*Global Custody – For custody, income collection, trade settlement, communication, accounting, and reporting for global portfolios, a fee of 12 basis points of the asset market value and \$25 expense per transaction will be applied.

<b>ACH</b>	<b>Periodic</b>	<b>Other Disbursements</b>	<b>Wire Transfers</b>
\$30	\$36	\$30	\$25
Per payee, Per Annum	Per check (Non-Periodic & Misc)	Outgoing	
Rates include charges for tax calculations and withholdings, tax reporting, postage, and changes to periodic payments including amount, amount withheld, and address. All distributions paid by check from the plan's account are drawn on an omnibus account in the name of SunTrust Bank. Any float associated with such payment is retained by SunTrust as part of our compensation for handling benefit payment transactions. Distributions paid by direct deposit or wire transfer do not generate any float.			

**Transaction Fees** (Non-RidgeWorth and non-SunTrust managed assets only) **WAIVED**

<b>Manager Relationship Fees (Annual)</b>		
Manager Fee*	\$2,000	Per Manager
Mutual Fund Fee (Non-STI fund)	\$1,000	Per Mutual Fund
Investment Performance Fee	\$1,200	Per Account
Non-Exchange Traded Assets	\$1,500 + \$30/trade	Per CUSIP

\* This fee covers relationship management duties and personnel costs associated with outside investment managers acting on a direct basis.

**Additional Charges:** Additional charges may be made for extraordinary services that are not contemplated in this schedule of fees, or the governing documents. Those charges may be based on hourly rates or upon the size, importance, difficulty and novelty of the service. The current hourly rates are:

Retirement Services Paraprofessional	\$125 per hour
Retirement Services Professional	\$250 per hour

Out-of-pocket expenses incurred such as copying, courier, postage and express mail will be added to your quarterly fee statement. Expenses incurred for any required tax filing preparation (Forms 1041 or 990) prepared through SunTrust will be passed along to the client. Proxy charges are based on actual costs and will be quoted separately. Separate fee schedules apply to investments in Real Estate and non-exchange traded assets.

**Service Termination Fees:** A reasonable charge will be assessed for deconversion within the first three years of service, not to exceed \$3,000.

**Discount to Fees:** Applied to Minimum Fees/Explicit Fees **N/A**

**MINIMUM ANNUAL FEE: \$15,000<sup>1</sup>**

Fees will be calculated quarterly and charged to your account if not paid by the invoice due date.

**Unless SunTrust services are terminated, the fees listed herein will be charged or billed to your account as of the effective date noted above. SunTrust will treat continued use of the services described on this schedule as your agreement to and acceptance of the fee schedule. This fee schedule may be changed from time to time after advance notice.**

Initialed by: MAA (employer)

<sup>1</sup>Investment management fees apply toward the minimum.

## Annual Schedule of Fees for the City of Marietta General Employees

Retirement Services  
Effective 09-10-2008

The value of the account subject to this fee will include the value of all mutual funds held in the account. For purposes of this Minimum Annual Fee, SunTrust Bank will credit an amount equal to the investment advisory fees earned by any of its affiliates with respect to those fund holdings, including holdings of the RidgeWorth Funds. Please see the prospectuses of the funds for a description of the investment advisory fees and other expenses of those Funds.

### "FLOAT" DISCLOSURE STATEMENT

All benefit distributions and other payments paid by check from your plan or account are drawn on an omnibus account in the name of SunTrust Bank. Any income earned on the "float" associated with such payments is retained by SunTrust as part of our compensation for handling these payment transactions. Benefit distributions and other payments paid by direct deposit, wire transfer or other electronic method of transfer have no "float."

### FEDERAL DEPOSIT INSURANCE CORPORATION (FDIC) INSURANCE PASS-THROUGH COVERAGE DISCLOSURE

Under federal law, whether an employee benefit plan deposit is entitled to per-participant (or "pass-through") deposit insurance coverage is based, in part, upon the capital status of the insured institution at the time each deposit is made. Specifically, "pass-through" coverage is not provided if, at the time an employee benefit plan deposit is accepted, by an FDIC-insured bank or savings association, the institution may not accept brokered deposits under the applicable provisions of the Federal Deposit Insurance Act. Whether an institution may accept brokered deposits depends, in turn, upon the institution's capital level. If an institution's capital category is either "well capitalized," or is "adequately capitalized" and the institution has received the necessary broker deposit waiver from the FDIC, then the institution may accept brokered deposits. If an institution is either "adequately capitalized" without a waiver from FDIC or is in a capital category below "adequately capitalized," then the institution may not accept brokered deposits. The FDI Act and FDIC regulations provide an exception from this general rule on the availability of "pass-through" insurance coverage for employee benefit plan deposits when, although an institution is not permitted to accept brokered deposits, the institution is "adequately capitalized" and the depositor receives a written statement from the institution indicating that such deposits are eligible for insurance coverage on a "pass-through" basis. The availability of "pass-through" insurance coverage for employee benefit plan deposits also is dependent upon the institution's compliance with FDIC recordkeeping requirements.

SunTrust Bank's capital category currently is "well capitalized." Thus, in our best judgement, employee benefit plan deposits are currently eligible for "pass-through" insurance coverage under the applicable federal law and FDIC insurance regulations.

Under the FDIC's insurance regulations on employee benefit plan deposits, an insured bank or savings association must notify employee benefit plan depositors if new, rolled-over or renewed employee benefit plan deposits would be ineligible for "pass-through" insurance and must provide certain ratios on the institution's capital condition to employee benefit plan depositors who request such information. If you would like additional information on SunTrust Bank's capital condition, please make a request to your account's administrative officer.

**ACKNOWLEDGEMENT:** I acknowledge receipt of a copy of this fee schedule by which I shall be charged for the Bank's services, and hereby accept and agree to pay the fees and expenses as specified in this annual schedule of fees.

By: \_\_\_\_\_

Dated: \_\_\_\_\_

3-5-09

\*Trusco Capital Management, a division of RidgeWorth Capital Management, Inc.

~~Draft~~  
MARIETTA CITY GEN R&D DB CU  
STATEMENT OF ACCOUNT

Invoice Account 7929786  
Billing Period 07/01/2019 - 09/30/2019  
Invoice Number 6751311  
Date Issued 10/18/2019

CITY OF MARIETTA  
SAM LADY  
205 LAWRENCE ST.  
MARIETTA GA 30061

Your contact at SunTrust for this account is  
Patrick Paparelli  
303 Peachtree Street NE, 2nd Floor  
Atlanta GA 30308  
404-724-3681

---

Opening Balance	\$10,669.07
Payments received through 10/18/2019	(\$10,669.07)
Direct Charge	(\$10,836.85)*
Current Period Charges	\$10,836.85
 Current Balance Due	 \$0.00

---

*The following is a summary of fees and expenses pertaining to this account*

Administrative/Trustee Services	\$7,836.85
Investment Management Services	\$3,000.00
 Total Current Period Charges	 \$10,836.85

*\* This fee has been charged to your account as directed.*

Draft

Invoice Number 6751311  
Billing Period 07/01/2019 - 09/30/2019

**Administrative/Trustee Services**

Non-Periodic Payments	17	@	30.00 each	510.00 *	
Custodian Fee	75,000,000.00	@	0.0003 each annually x 1/4	5,625.00 *	
	34,036,949.48	@	0.0002 each annually x 1/4	1,701.85	
	109,036,949.48			7,326.85	
Total Administrative/Trustee Services					\$7,836.85
<b>Investment Management Services</b>					
Manager Relationship Fee				3,000.00 *	
Total Investment Management Services					\$3,000.00
Total Current Period Fees and Expenses					\$10,836.85

\* This fee or a portion thereof has been charged to your account as directed.

MARIETTA CITY GEN R&D DB CU

Invoice Number 6751311  
Billing Period 07/01/2019 - 09/30/2019

Draft

Account Number	Market Value	% of Total MV	Account Specific Fees	Prorated Fees and Expenses	Total Fees and Expenses
7929780	21,643,291.49		\$500.00	\$1,454.34	\$1,954.34
7929783	26,716,309.37		\$500.00	\$1,795.23	\$2,295.23
7929784	14,414,841.22		\$500.00	\$968.62	\$1,468.62
7929786	24,784.61			\$511.67	\$511.67
7933075	14,774,070.62		\$500.00	\$992.76	\$1,492.76
7952978	16,413,674.96		\$500.00	\$1,102.93	\$1,602.93
7958131	15,049,977.21		\$500.00	\$1,011.30	\$1,511.30
Total	109,036,949.48		\$3,000.00	\$7,836.85	\$10,836.85